

1 THE HONORABLE ROBERT S. LASNIK
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UNITED STATES DISTRICT COURT
WESTERN DISTRICT OF WASHINGTON
AT SEATTLE

9 GREGORY McNEILL and WILMA
10 ARMER, individually and on behalf of all
others similarly situated,

11 Plaintiff,

12 v.

13 OPENMARKET, INC., a Michigan
14 corporation, SPRINT SPECTRUM, L.P., a
Delaware limited partnership, NEXTEL
WEST CORPORATION, a Delaware
corporation,

16 Defendants.

18 SPRINT SPECTRUM L.P. a Delaware
19 limited partnership, and NEXTEL WEST
CORP., a Delaware corporation,

21 Cross-Claimants,

22 v.

23 OPENMARKET, INC., a Michigan
corporation,

24 Cross-Defendant.

No. 2:08-cv-01731-RSL

DECLARATION OF FREDERIC R. KLEIN

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28 DECLARATION OF FREDERIC R. KLEIN
(No. 2:08-cv-01731-RSL)

1 I, Frederic R. Klein, state as follows:

2 1. I am a principal of the law firm of Goldberg Kohn Ltd. ("Goldberg Kohn"),
3 and am counsel for Sprint Spectrum L.P. and Nextel West Corp. (collectively, "Sprint") in the
4 above-captioned matter. I am a 1980 graduate of the University of Michigan Law School. I have
5 been a member in good standing to practice before the courts of the State of Illinois since I was
6 admitted to the bar by the Supreme Court of Illinois in 1980. I am also admitted to practice
7 before the United States Supreme Court, the United States Court of Appeals for the Seventh
8 Circuit, and the United States District Court for the Northern District of Illinois. This Court
9 allowed me to appear pro hac vice on September 17, 2009. I have personal knowledge of the
10 matters set forth herein and could and would testify competently thereto if called as a witness in
11 this matter.

12 2. On October 26, 2009, I sent Mr. Charles Platt, counsel for OpenMarket,
13 Inc. ("OM"), a letter that enclosed copies of all of the invoices from Sprint's outside counsel in
14 this matter, with modest redactions to remove entries protected by the attorney-client
15 privilege and the work product doctrine, reflecting all of the work performed by Sprint's
16 attorneys through September 30, 2009. With that letter, and in order to facilitate OM's review
17 of these expenses, I also enclosed a detailed spreadsheet of the attorneys' fees and costs. True
18 and correct copies of the October 26 letter, the invoices, and the spreadsheet are attached hereto
19 and incorporated by reference herein as Exhibit A.

20 3. On November 9, 2009, I sent Mr. Platt a letter with updated invoices for
21 October from Sprint's outside counsel, as well as an updated spreadsheet through October 30,
22 2009. True and correct copies of the November 9 letter, the invoices, and the spreadsheet are
23 attached hereto and incorporated by reference herein as Exhibit B.

4. On December 10, 2009, I sent Mr. Platt a letter with updated invoices for November from Sprint's outside counsel, as well as an updated spreadsheet through November 30, 2009. True and correct copies of the December 10 letter, the invoices, and the spreadsheet are attached hereto and incorporated by reference herein as Exhibit C. Exhibit C is discussed on pages 8-9 of Sprint's Motion for Reimbursement of Attorneys' Fees and Costs.

5. Attached hereto and incorporated by reference herein as Exhibit D is a spreadsheet organizing Sprint's fees and costs through November 30, 2009 into two categories: (1) those incurred in defending the case brought by the Plaintiffs, and (2) those incurred in prosecuting Sprint's rights against OM under the October 1, 2004 Messaging Application Services Agreement between the parties. Exhibit D is discussed on pages 4-7 of Sprint's Motion for Reimbursement of Attorneys' Fees and Costs.

6. Sprint has been named as a co-defendant in a number of "premium service cases" (like this one) around the country. Quinn Emanuel has been Sprint's principal outside counsel on many of the premium service cases filed against Sprint, and my firm, Goldberg Kohn, has been principal counsel on some of these cases. Perkins Coie, which has represented Sprint on other somewhat related cases, has been Sprint's local counsel in this case. Goldberg Kohn, Quinn Emanuel, and Perkins Coie have all represented Sprint on many matters for many years.

7. Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct.

Executed on this 30th day of December, 2009.

Frederic R. Klein
Frederic R. Klein

CERTIFICATE OF SERVICE

On December 31, 2009, I electronically filed the DECLARATION OF FREDERIC R. KLEIN with the Clerk of the Court using the CM/ECF system, which will send notification of such filing to the following attorneys of record:

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I certify under penalty of perjury that the foregoing is true and correct.

DATED this 31st day of December, 2009.

s/ Amanda J. Beane
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DECLARATION OF FREDERIC R. KLEIN
(No. 2:08-cv-01731-RSL) - 3

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